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Official Public Records

Tarrant County Texas

1/25/2011 4:17 PM

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Mary Louise Garcia

Mary Louise Garcia

PGS 5 \$32.00

AMENDMENT, EXTENSION, RATIFICATION & REVIVOR OF OIL AND GAS LEASE

L0578755

STATE OF TEXAS

COUNTY OF TARRANT

Electronically Recorded
Chesapeake Operating, Inc.

KNOW ALL MEN BY THESE PRESENTS

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WHEREAS, a certain Oil and Gas Lease dated 11/1/2009 was executed by and between NORTHSIDE REALTY, PARTNERS, LTD, as Lessor, and CHESAPEAKE EXPLORATION, LLC as Lessee; the Memorandum of Oil and Gas Lease being recorded as Instrument Number D210029163 of the official public records of TARRANT County, Texas, ("the Lease"), covering the following described lands:

SEE EXHIBIT "A" ATTACHED HERETO AND MADE A PART HEREOF

WHEREAS, it is the intent of the parties hereto, that any and all lands covered under said lease are subject to the terms of this agreement, whether or not specifically described herein; and

WHEREAS, the Lease has expired and prior to the expiration of said lease, the working interest thereunto appertaining was owned of record by Chesapeake Exploration, LLC and Total E&P USA., Inc., and it is now the desire of Lessor to adopt, ratify, revive, confirm and extend said Lease;

NOW, THEREFORE, for good and valuable consideration in hand paid to the undersigned by Chesapeake Exploration, LLC and Total E&P USA., Inc. the receipt and sufficiency of which is hereby acknowledged; the undersigned do hereby amend the Lease to allow and provide for an extension of the Lease for an additional term of seven (7) months, being until 2/1/2011 and for as long thereafter as oil or gas, or either of them, is produced from said land or lands pooled therewith and as long thereafter as producing and the undersigned does hereby specifically adopt, ratify, revive, confirm and extend said lease in all of its terms and provisions and do hereby demise, lease and let said premises unto Chesapeake Exploration, LLC and Total E&P USA., Inc. its successors and assigns, subject to and in accordance herewith, and do hereby declare and agree that the said Lease in all of its provisions is binding, and that the same is a valid and subsisting Oil and Gas Lease.

FURTHER, the provisions hereof shall be binding upon the parties hereto, their respective heirs, legatees, devisees, personal representatives, successors and assigns.

EXECUTED this 20th day of January, 2011.

LESSOR:
NORTHSIDE REALTY PARTNERS, LTD.
BY NORTHSIDE MANAGEMENT INC.,
ITS GENERAL PARTNER

By: A.W. Rutter Jr.
Its: President

ACKNOWLEDGEMENT

THE STATE OF Texas
COUNTY OF Midland

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This instrument was acknowledged before me on this the 20th day of January 2011, by
A.W. Rutter, Jr. as President of NORTHSIDE REALTY PARTNERS, LTD

Johnna P. Clements
Notary Public

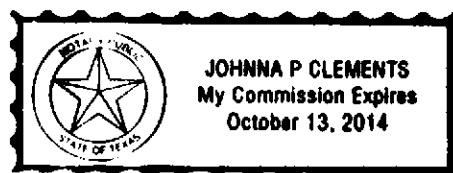


Exhibit "A"

Attached to the Subsurface Easement dated May 4, 2010, between Northside Realty Partners, Ltd, "Grantor" and Chesapeake Exploration, LLC, "Grantee"

BEING a tract of land located in the Texas and Pacific Railway No. 3 Survey, Abstract No. 1476, J. Amendaris Survey, Abstract No. 60 and the J. Flint Survey, Abstract No. 1889, Tarrant County, Texas, being all of Lots 1-4, Block 1, Stark's Addition, an addition to the City of Fort Worth, Texas, recorded by plat in Cabinet 'A', Slide 4072, Plat Records, Tarrant County, Texas (P.R.T.C.T.), being a portion of Lot 2, Block 1, Rosen Northwest Subdivision, an Addition to the City of Fort Worth, Texas, recorded by Plat in Cabinet 'A', Slide 1246, P.R.T.C.T., being all of Tract V described in the deed to Northside Marketplace W.D. '97, Ltd., recorded in County Clerk's No. 2004-134291, Dead Records, Tarrant County, Texas (D.R.T.C.T.) and being more particularly described by metes and bounds as follows:

BEGINNING at a rail road spike found in the southeasterly Right-of-Way line of State Highway No. 183 (Ephriham Avenue-variable width public R.O.W.), being the Northeast corner of said Lot 2 and being the Northwest corner of Lot 3, Block 1 of said Rosen Northwest Subdivision;

THENCE S 48 degrees 05 minutes 02 seconds E along the northeasterly line of said Lot 2 and the southwesterly line of said Lot 3, 205.98 feet to a 1/2" iron rod found;

THENCE along the common line of said Lot 3 and said Tract V as follows:

N 47 degrees 12 minutes 56 seconds E, 97.12 feet to a 1/2" iron rod found;

N 48 degrees 33 minutes 00 seconds E, 208.57 feet to a 1/2" iron rod found being the Southeast corner of said Lot 3;

N 46 degrees 19 minutes 06 seconds W, 204.22 feet to a 3/4" iron rod found being in the southeasterly right-of-way line of said State Highway No. 183 and being the Northeast corner of said Lot 3;

THENCE along the southeasterly right-of-way line of said State Highway No. 183 as follows:

N 47 degrees 23 minutes 15 seconds E, 16.18 feet to a 1/2" iron rod found with a cap stamped "RPLS 3752" and being the beginning of a curve to the left;

Along said curve to the left having a radius of 5819.58 feet, a delta angle of 04 degrees 16 minutes 34 seconds, a chord bearing N 46 degrees 15 minutes 51 seconds E, 433.92 feet, and an arc length of 434.02 feet to a 1/2" iron rod set with a cap stamped "Wier & Assoc. Inc.", being the Northwest corner of Lot 11, Block 28, Rosen Heights, Second Filing, an addition to the City of Fort Worth, Texas, recorded by plat in Volume 1894, Page 539, Map Records, Tarrant County, Texas (M.R.T.C.T.);

THENCE S 46 degrees 15 minutes 42 seconds E along the southwesterly line of

Exhibit A (Continued)

said Block 28, 391.09 feet to a PK-Nail found; THENCE S 43 degrees 46 minutes 54 seconds W, 159.98 to a 1/2" iron rod set with a cap stamped "Hier & Assoc. Inc.",

THENCE S 46 degrees 15 minutes 54 seconds E, 150.00 feet to a 1/2" iron rod found with a cap stamped "MLA RPLS 4873", being in the northwesterly right-of-way line of Dodge Avenue (60' public R.O.W.);

THENCE S 43 degrees 42 minutes 05 seconds W along the northwesterly right-of-way line of said Dodge Avenue, 419.25 feet to a 1" iron pipe found, being in the northwesterly line of 22nd Street (60' R.O.W.);

THENCE S 46 degrees 16 minutes 27 seconds E along the northwesterly right-of-way line of said 22nd Street, 98.55 feet to a 1/2" iron rod set with a cap stamped "Hier & Assoc. Inc.", being the most northerly corner of a tract of land described in a deed to Richard Carr Construction Company, recorded in County Clerk's No. 2005-385323, D.R.T.C.T.;

THENCE along the northwesterly and southwesterly lines of said Carr tract as follows:

S 44 degrees 39 minutes 24 seconds W, 612.27 feet to a 60-D nail found;

S 45 degrees 20 minutes 36 seconds E, 615.32 feet to a 60-D nail found, being in the northwesterly right-of-way line of Belle Avenue (variable width public R.O.W.) and being in a non-tangent curve to the left;

THENCE along the northwesterly right-of-way line of said Belle Avenue as follows:

Along said non-tangent curve to the left having a radius of 322.27 feet, a delta angle of 14 degrees 38 minutes 42 seconds, a chord bearing of S 06 degrees 21 minutes 43 seconds W, 82.15 feet, and an arc length of 82.37 feet to a 1/2" iron rod found;

S 01 degrees 32 minutes 06 seconds W, 319.92 feet to a 3/8" iron rod found, being the Northeast corner of a tract of land described in a deed to Bulmaro Tafoya and Paula Almazan recorded in County Clerk's No. 2006-63639, D.R.T.C.T.;

THENCE S 89 degrees 18 minutes 06 seconds W along the North lines of said Tafoya tract, a tract of land described in a deed to Santiago & Leticia Mendicola, recorded in Volume 14238, Page 252, D.R.T.C.T. a tract of land described in a deed to Ralph Yates, recorded in Volume 12151, Page 1514, D.R.T.C.T., Lots 8-10, L.J. Baker Subdivision, recorded in Volume 1139, Page 585, D.R.T.C.T., an Lot 5-R, Block 8, L.J. Baker Subdivision, an Addition to the City of Fort Worth, Texas, recorded by plat in Volume 388-109, Page 115, P.R.T.C.T., 1177.71 feet to a 1/2" iron rod found with a cap stamped "MLA RPLS 4873", being the most southerly Southeast corner of Lot 1, Block 2, J. Armendariz Addition, an addition to the City of Fort Worth, Texas, recorded by

Exhibit A (Continued)

plat in Volume 388-179, Page 35, P.R.T.C.T.,

THENCE N 33 degrees 20 minutes 20 seconds W along the southeasterly line of said Lot 1, Block 2, J. Armendaris Addition, 146.09 feet to a 1/2" iron rod set with a cap stamped "Wier & Assoc. Inc.", being the most southerly Southwest corner of Lot 1, Block 1, J. Armendaris Addition, an addition to the City of Fort Worth, Texas, recorded in Volume 388-154, Page 81, P.R.T.C.T.,

THENCE along the southeasterly and northeasterly lines of said Lot 1, Block 1, J. Armendaris Addition as follows:

N 43 degrees 41 minutes 01 second E, 186.32 feet to a 1/2" iron rod set with a cap stamped "Wier & Assoc. Inc.",

N 46 degrees 10 minutes 53 seconds W, 199.82 feet to a 1/2" iron rod set with a cap stamped "Wier & Assoc. Inc.", from which a 1/2" iron rod found with a cap stamped "MLA RPLS 4873" bears N 73 degrees 41 minutes 48 seconds E. 0.85' feet,

N 16 degrees 19 minutes 44 seconds W, 217.66 feet to a 1/2" iron rod found and being in a northwesterly line of Lot 1, Block A of said Starks Addition,

THENCE along the northwesterly line of said Lot 1, Block A of said Starks Addition and the northeasterly line of said Lot 1, Block 1, J. Armendaris Addition as follows:

N 00 degrees 19 minutes 13 seconds W, 113.26 feet to a 1/2" iron rod found with a cap stamped "Landes",

N 25 degrees 17 minutes 15 seconds W, 145.26 feet to a 1/2" iron rod found with a cap stamped "Geer 4117", being in the southeasterly right-of-way line of said State Highway No. 183,

THENCE along the southeasterly right-of-way line of said State Highway No. 183 and the northwesterly lines of Lots 1 & 2, Block 1, Starks Addition as follows:

N 48 degrees 24 minutes 38 seconds E, at 76.67 feet passing a PK-Nail found, and continuing in all a distance of 262.01 feet to at Texas Highway Department of Transportation monument found,

N 43 degrees 38 minutes 38 seconds E, 211.97 feet to a 1/2" iron rod found being the Northwest corner of Lot 1-A, Block 1 of said Rosen Northwest Subdivision;

THENCE along the common line of said Lot 2, Block 1, Starks Addition and said Lot 1-A as follows:

S 46 degrees 16 minutes 25 seconds E, 200.84 feet to a 1/2" iron rod found with a cap stamped "Landes",



Exhibit A (Continued)

N 43 degrees 39 minutes 08 seconds E, 208.72 feet to a 1/2" iron rod found with a cap stamped "Landes", being the Southwest corner of said Lot 4, Block 1;

THENCE N 46 degrees 14 minutes 17 seconds W along the northeasterly line of said Lot 1-A and the southwesterly line of said Lot 4, 208.68 feet to a 1/2" iron rod found, being in the southeasterly right-of-way line of said State Highway No. 183, being the Northeast corner of said Lot 1-A and being the Northwest corner of said Lot 4;

THENCE N 43 degrees 38 minutes 32 seconds E, along the southeasterly right-of-way line of said State Highway No. 183, at 54.34 feet passing a 1/2" iron rod found with a cap stamped "Landes", at 79.34 feet passing a PK-Nail found, and continuing in all a distance of 104.34 feet to a rail road spike found being the Northwest corner of Lot 1, Block 1, Mason Elliot Addition, an addition to the City of Fort Worth, Texas, recorded by plat in Cabinet 'A', Slide 8011, P.R.T.C.T.;

THENCE S 46 degrees 13 minutes 28 seconds E along the northeasterly line of said Lot 2 and the southwesterly line of said Lot 1, Block 1, Mason Elliot Addition, 208.79 feet to a 1/2" iron rod set with a cap stamped "Wier & Assoc. Inc.", being the Southwest corner of said Lot 1, Block 1, Mason Elliot Addition, from which a 1/2" iron rod found bears S 45 degrees 37 minutes 05 seconds W, 0.61 feet;

THENCE N 43 degrees 37 minutes 42 seconds E along the southeasterly line of said Lot 1, Block 1, Mason Elliot Addition, 150.00 feet to a 1/2" iron rod set with a cap stamped "Wier & Assoc. Inc.", being the Southeast corner of said Lot 1, Block 1, Mason Elliot Addition, from which a 3/8" iron rod found bears S 10 degrees 45 minutes 03 seconds E, 0.91 feet;

THENCE N 46 degrees 17 minutes 28 seconds W along the northeasterly line of said Lot 1, Block 1, Mason Elliot Addition, 208.70 feet to a 1/2" iron rod set with a cap stamped "Wier & Assoc. Inc.", being in the southeasterly right-of-way line of said State Highway No. 183 and being the Northeast corner of said Lot 1, Block 1, Mason Elliot Addition;

THENCE along the southeasterly right-of-way line of said State Highway No. 183 as follows:

N 43 degrees 42 minutes 17 seconds E, 50.80 feet to a 1/2" iron rod found;

N 48 degrees 29 minutes 07 seconds E, 119.58 feet to the PLACE OF BEGINNING and CONTAINING 41.094 acres (1,790,075 square feet) of land.

Record & Return to:
Chesapeake Operating, Inc.
P.O. Box 18496
Oklahoma City, OK 73154